

# Remuneration report 2019

EVLI BANK PLC



# Remuneration report

Complies with the Securities Market Association's Corporate Governance Code 2015

## Board of Directors

Evli Bank Plc's General Meeting will decide on the compensations payable to the Board members. The Annual General Meeting of March 12, 2019 made the following resolution on the compensation for attendance at meetings payable to the Chairman of the Board and other members:

- Chairman of the board EUR 7,500 per month
- Chairmen of the committees EUR 6,000 per month
- Members EUR 5,000 per month.

The Board has established and appointed an Audit Committee and a Compensation Committee to prepare matters to be handled by the Board. In 2019, the total compensation paid to the Evli Group Board members amounted to EUR 399,000. This sum is made up of meeting participation fees related to the work carried out in the Board and its committees. In

2019, the Board members did not receive any shares or share-based rights as compensation for their work. Presentation of the Board members on page 143

## CEO

The Board of Evli Group adopts the principles and elements of the remunerations for the CEO and Executive Group on an annual basis. All changes in the CEO's salary and remuneration are subject to the Board's approval.

Evli's CEO in 2019 was Maunu Lehtimäki. The CEO was paid EUR 381,840 in salary and fringe benefits, performance bonuses amounting to EUR 49,000 and a supplementary pension of EUR 57,276, totaling EUR 488,116. In addition, the CEO subscribed to the 212,500 shares granted to him in the Option-program 2014. The total value of the subscription was EUR 1,810,500 based on the closing price on the subscription day.

The CEO has no significant separate fringe benefits and is covered by the shared Evli Group reward system. The CEO was issued 40,000 stock options 2016 and 50,000 Evli shares as part of the share-based incentive plan established in 2019. The CEO is covered by a six-month period of notice binding to both parties. The CEO is entitled to receive a severance pay corresponding to the salary of 12 months if the CEO's contract is terminated by the company.

## Executive Group

The Board of Evli Group adopts the principles and elements of the remunerations for the Executive Group on an annual basis. In addition to the CEO, there were six members in the Executive Group in 2019.

Presentation of the members of the Executive Group on page 144.

In 2019 the company's Executive Group members' salaries and remunerations, including fringe benefits – the CEO salary and remunerations excluded – amounted to a total of EUR 1,219,712. The members of the Executive Group have no significant separate fringe benefits and are covered by the shared Evli Group reward system. The Executive Group members were issued 35,000 stock options 2016, 27,600 Evli shares as part of the share-based incentive plan established in 2017, 14,001 Evli shares as part of the share-based incentive plan established in 2018 and 140,000 Evli shares as part of the share-based incentive plan established in 2019. The pension liability of the Executive Group has been arranged through statutory pension insurance policies.

COMPENSATION PAID TO THE MEMBERS OF THE BOARD, €	2019
Henrik Andersin, Chairman of the Board	90,000
Fredrik Hacklin, member of the Board of Directors starting March 12, 2019	45,000
Sari Helander, member of the Board of Directors starting March 12, 2019	45,000
Robert Ingman	60,000
Teuvo Salminen, Chairman of the Audit Committee	72,000
Johanna Lamminen, member of the Board of Directors until March 12, 2019	15,000
Mikael Lilius, Vice Chairman of the Board, Chairman of the Compensation Committee	72,000
<b>Total</b>	<b>399,000</b>

CEO, €	2019
Salary and fringe benefits	381,840
Performance bonuses	49,000
Supplementary pension	57,276
<b>Total</b>	<b>488,116</b>
Execute of Option-program	1,810,500

MEMBERS OF THE EXECUTIVE GROUP, €	2019
Salary and fringe benefits	1,009,293
Performance bonuses	282,419
<b>Total</b>	<b>1,219,712</b>



Evli Pankki\_WM (in Finnish)  
Evli Research (in Finnish)  
Evli Fund Management Company (in English)



Evli - Sijoittajan Pankki (in Finnish)  
Evli Fund Management Company (in English)  
Evli Research (in Finnish)



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